

**Condensed Test Specifications
Florida-Prepared Portion of the General Bar Examination**

Business Entities

* - Denotes the areas that will be emphasized; the remaining areas will be tested less frequently

1. Corporations
 - 1.1. Reservation of power to amend or repeal
 - 1.2. Filing requirements *
 - 1.3. Forms *
 - 1.4. Fees for filing documents and issuing certificates
 - 1.5. Effective time and date of document *
 - 1.6. Correcting filed document *
 - 1.7. Filing duties of Department of State
 - 1.8. Appeal from Department of State's refusal to file document
 - 1.9. Evidentiary effect of copy of filed document *
 - 1.10. Certificate of status *
 - 1.11. Powers of Department of State
 - 1.12. Definitions *
 - 1.13. Notice *
 - 1.14. Incorporators *
 - 1.15. Articles of incorporation; content *
 - 1.16. Incorporation *

- 1.17. Liability for pre-incorporation transactions *
- 1.18. Organizational meeting of directors *
- 1.19. By-laws *
- 1.20. Emergency bylaws
- 1.21. Purposes and application *
- 1.22. General powers *
- 1.23. Emergency powers
- 1.24. Ultra vires *
- 1.25. Corporate name *
- 1.26. Registered name; application; renewal; revocation *
- 1.27. Registered office and registered agent *
- 1.28. Change of registered office or registered agent;
resignation of registered agent *
- 1.29. Registered agent; duties *
- 1.30. Authorized shares *
- 1.31. Terms of class or series determined by board of
directors *
- 1.32. Issued and outstanding shares *
- 1.33. Fractional shares *
- 1.34. Subscriptions for shares *
- 1.35. Issuance of shares *
- 1.36. Liability for shares issued before payment *

- 1.37. Share dividends *
- 1.38. Share options *
- 1.39. Form and content of certificates *
- 1.40. Shares without certificates *
- 1.41. Restriction on transfer of shares and other securities *
- 1.42. Expenses of issue *
- 1.43. Shareholders' preemptive rights *
- 1.44. Corporation's acquisition of its own shares *
- 1.45. Distributions to shareholders *
- 1.46. Annual meeting *
- 1.47. Special meeting *
- 1.48. Court-ordered meeting
- 1.49. Action by shareholders without a meeting *
- 1.50. Notice of meeting *
- 1.51. Waiver of notice *
- 1.52. Record date *
- 1.53. Shareholders' list for meeting *
- 1.54. Voting entitlement of shares *
- 1.55. Proxies *
- 1.56. Shares held by nominees *
- 1.57. Corporations' acceptance of votes *
- 1.58. Quorum and voting requirements for voting groups *

- 1.59. Action by single and multiple voting groups *
- 1.60. Voting for directors; cumulative voting *
- 1.61. Voting trusts *
- 1.62. Shareholders' agreements *
- 1.63. Shareholder agreements *
- 1.64. Shareholders' derivative actions *
- 1.65. Requirement for and duties of board of directors *
- 1.66. Qualifications of directors *
- 1.67. Number of directors *
- 1.68. Election of directors by certain voting groups *
- 1.69. Terms of directors generally *
- 1.70. Staggered terms for directors *
- 1.71. Resignation of directors *
- 1.72. Removal of directors by shareholders *
- 1.73. Vacancy on board *
- 1.74. Compensation of directors *
- 1.75. Meetings *
- 1.76. Action by directors without a meeting *
- 1.77. Notice of meetings *
- 1.78. Waiver of notice *
- 1.79. Quorum and voting *
- 1.80. Committees *

- 1.81. General Standards for directors *
- 1.82. Liability of directors *
- 1.83. Director conflicts of interest *
- 1.84. Loans to officers, directors, and employees; guaranty of obligations *
- 1.85. Liability for unlawful distributions *
- 1.86. Required officers *
- 1.87. Duties of officers
- 1.88. Resignation and removal of officers *
- 1.89. Contract rights of officers
- 1.90. Indemnification of officers, directors, employees, and agents *
- 1.91. Affiliated transactions
- 1.92. Control-share acquisitions
- 1.93. Authority to amend the articles of incorporation
- 1.94. Amendment by board of directors
- 1.95. Shares; combination or division
- 1.96. Amendment by board of directors and shareholders
- 1.97. Voting on amendments by voting groups
- 1.98. Amendment before issuance of shares
- 1.99. Articles of amendment
- 1.100. Restated articles of incorporation

- 1.101. Amendment pursuant to reorganization
- 1.102. Effect of Amendment
- 1.103. Amendment of bylaws by board of directors or
shareholders
- 1.104. Bylaw increasing quorum or voting requirements for
shareholders
- 1.105. Merger
- 1.106. Share exchange
- 1.107. Action on plan
- 1.108. Merger of subsidiary corporation
- 1.109. Holding company formation by merger by certain
corporations
- 1.110. Articles of merger or share exchange
- 1.111. Effect of merger or share exchange
- 1.112. Merger or share exchange with foreign corporations
- 1.113. Merger of domestic corporation and other business
entity
- 1.114. Conversion of domestic corporation into another
business entity
- 1.115. Certificate of conversion
- 1.116. Effect of conversion of domestic corporation into another
business entity

- 1.117. Conversion of another business entity to a domestic corporation
- 1.118. Sale of assets in regular course of business and mortgage of assets
- 1.119. Sale of assets other than in regular course of business *
- 1.120. Appraisal rights; definitions
- 1.121. Right of shareholders to appraisal
- 1.122. Assertion of rights by nominees and beneficial owners
- 1.123. Notice of appraisal rights
- 1.124. Notice of intent to demand payment
- 1.125. Appraisal notice and form
- 1.126. Perfection of rights; right to withdraw
- 1.127. Shareholder's acceptance of corporation's offer
- 1.128. Procedure if shareholder is dissatisfied with offer
- 1.129. Court action
- 1.130. Court costs and counsel fees
- 1.131. Disposition of acquired shares
- 1.132. Limitation on corporate payment
- 1.133. Dissolution by incorporators or directors
- 1.134. Dissolution by board of directors and shareholders; dissolution by written consent of shareholders
- 1.135. Articles of dissolution

- 1.136. Revocation of dissolution
- 1.137. Effect of dissolution
- 1.138. Known claims against dissolved corporation
- 1.139. Unknown claims against dissolved corporation
- 1.140. Grounds for administrative dissolution
- 1.141. Procedure for and effect of administrative dissolution
- 1.142. Reinstatement following administrative dissolution
- 1.143. Appeal from denial of reinstatement
- 1.144. Grounds for judicial dissolution *
- 1.145. Procedure for judicial dissolution
- 1.146. Receivership or custodianship
- 1.147. Judgment of dissolution
- 1.148. Alternative remedies to judicial dissolution
- 1.149. Provisional director
- 1.150. Election to purchase instead of dissolution
- 1.151. Deposit with Department of Financial Services
- 1.152. Authority of foreign corporation to transact business
required *
- 1.153. Consequences of transacting business without
authority*
- 1.154. Application for certificate of authority
- 1.155. Amended certificate of authority

- 1.156. Effect of certificate of authority
- 1.157. Corporate name of foreign corporation
- 1.158. Registered office and registered agent of foreign corporation
- 1.159. Change of registered office and registered agent of foreign corporation
- 1.160. Resignation of registered agent of foreign corporation
- 1.161. Service of process, notice, or demand on a foreign corporation
- 1.162. Withdrawal of foreign corporation
- 1.163. Grounds for revocation of authority to transact business
- 1.164. Procedure for and effect of revocation
- 1.165. Revocation; application for reinstatement
- 1.166. Appeal from revocation
- 1.167. Corporate Records
- 1.168. Inspection of records by shareholders *
- 1.169. Scope of inspection right
- 1.170. Court-ordered inspection
- 1.171. Inspection of records by directors
- 1.172. Financial statements for shareholders
- 1.173. Other reports to shareholders
- 1.174. Annual report for Department of State

- 1.175. Application to existing domestic corporation
- 1.176. Application to qualified foreign corporations
- 1.177. Application to foreign and interstate commerce
- 1.178. Domestication of foreign corporations
- 1.179. Procedures for conversion to professional service corporation
- 1.180. Estoppel
- 1.181. Effect of repeal of prior acts
- 1.182. Supplemental corporate fee
- 2. Limited Liability Companies
 - 2.1. Definitions *
 - 2.2. Purpose *
 - 2.3. Powers *
 - 2.4. Formation *
 - 2.5. Limited liability company name *
 - 2.6. Articles of organization *
 - 2.7. Execution of articles, certificate, or statement *
 - 2.8. Filing requirements *
 - 2.9. Filing duties of Department of State *
 - 2.10. Effect of filing and issuance of time and date endorsement on the articles of organization *
 - 2.11. Records to be kept; right to information *

- 2.12. Amendments to or restatements of articles of organization
- 2.13. Correcting the articles of organization filed of record
- 2.14. Registered office and registered agent *
- 2.15. Change of registered office or registered agent
- 2.16. Contributions to capital and liability for contribution *
- 2.17. Management of the limited liability company *
- 2.18. General standards for managers and managing members *
- 2.19. Conflicts of interest *
- 2.20. Liability of members, managing members, and managers *
- 2.21. Limitation of liability of managers and managing members *
- 2.22. Indemnification of members, managers, managing members, officers, employees, and agents *
- 2.23. Limited liability company operating agreement; non-waivable provisions *
- 2.24. Voting by members and managers *
- 2.25. Admission of additional members *
- 2.26. Agency of members and managers or managing members *
- 2.27. Delegation of rights and powers to manage *
- 2.28. Membership termination upon events of bankruptcy *
- 2.29. Unauthorized assumption of powers *
- 2.30. Limited liability company property *
- 2.31. Distributions; impairment of capital *

- 2.32. Sharing of profits and losses *
- 2.33. Withdrawal of member and distribution upon withdrawal *
- 2.34. Liability upon wrongful distribution *
- 2.35. Nature of interest of member in limited liability company *
- 2.36. Assignment of member's interest *
- 2.37. Right of assignee to become member *
- 2.38. Power of estate of deceased or incompetent member;
dissolved or terminated member
- 2.39. Appraisal rights; definitions *
- 2.40. Right of members to appraisal *
- 2.41. Assertion of rights by nominees and beneficial owners *
- 2.42. Notice of appraisal rights *
- 2.43. Notice of intent to demand payment *
- 2.44. Appraisal notice and form *
- 2.45. Perfection of rights; right to withdraw *
- 2.46. Member's acceptance of limited liability company's offer *
- 2.47. Procedure if member is dissatisfied with offer *
- 2.48. Court action *
- 2.49. Court costs and counsel fees *
- 2.50. Limitation on limited liability company *
- 2.51. Merger of limited liability company *
- 2.52. Action on plan of merger *

- 2.53. Certificate of merger
- 2.54. Effect of merger *
- 2.55. Conversion of certain entities to a limited liability company *
- 2.56. Conversion of a domestic limited liability company into another business entity *
- 2.57. Action on plan of conversion *
- 2.58. Certificate of conversion
- 2.59. Effect of conversion *
- 2.60. Dissolution *
- 2.61. Revocation of dissolution *
- 2.62. Claims against dissolved limited liability company *
- 2.63. Effect of dissolution *
- 2.64. Distribution of assets upon dissolution *
- 2.65. Articles of dissolution *
- 2.66. Filing of articles of dissolution
- 2.67. Cancellation of articles of organization
- 2.68. Grounds for administrative dissolution
- 2.69. Procedure for and effect of administrative dissolution
- 2.70. Reinstatement following administrative dissolution
- 2.71. Appeal from denial or reinstatement
- 2.72. Grounds for judicial dissolution *
- 2.73. Procedure for judicial dissolution *

- 2.74. Receivership or custodianship
- 2.75. Decree of dissolution
- 2.76. Annual report for Department of State *
- 2.77. Fees of the Department of State
- 2.78. Waiver of notice
- 2.79. Jurisdiction of the circuit court
- 2.80. Parties to actions by or against limited liability company *
- 2.81. Service of process *
- 2.82. Tax exemption on income of certain limited liability companies
*
- 2.83. Foreign limited liability company; authority to transact
business required *
- 2.84. Consequences of transacting business without authority *
- 2.85. Application for certificate of authority *
- 2.86. Amended certificate of authority
- 2.87. Effect of certificate of authority *
- 2.88. Name of foreign limited liability company *
- 2.89. Registered office and registered agent of foreign limited
liability company *
- 2.90. Change of registered office and registered agent of foreign
limited liability company
- 2.91. Resignation of registered agent or foreign limited liability

company

- 2.92. Service of process; notice of demand on a foreign limited liability company
- 2.93. Withdrawal of foreign limited liability company
- 2.94. Grounds for revocation of authority to transact business
- 2.95. Procedure for and effect of revocation
- 2.96. Revocation; application for reinstatement
- 2.97. Appeal from revocation
- 2.98. Members derivative actions *
- 2.99. Application of corporation case law to set aside limited liability
*
- 2.100. Certificates and certified copies to be received in evidence
- 2.101. Interrogatories by Department of State
- 2.102. Reservation of power to amend or repeal
- 2.103. Effect of repeal of prior acts

3. Corporations not for profit

- 3.1. Reservation of power to amend or repeal
- 3.2. Filing requirements *
- 3.3. Forms
- 3.4. Fees for filing documents and issuing certificates
- 3.5. Effective date of document
- 3.6. Correcting filed document

- 3.7. Filing duties of Department of State
- 3.8. Appeal from Department of State's refusal to file document
- 3.9. Evidentiary effect of copy of filed document
- 3.10. Certificate of status
- 3.11. Powers of Department of State
- 3.12. Definitions *
- 3.13. Notice
- 3.14. Incorporators *
- 3.15. Articles of incorporation; content *
- 3.16. Incorporation *
- 3.17. Liability for pre-incorporation transactions *
- 3.18. Organizational meeting of directors *
- 3.19. By-laws *
- 3.20. Emergency bylaws
- 3.21. Purposes and application *
- 3.22. Corporate powers *
- 3.23. Emergency powers
- 3.24. Ultra vires *
- 3.25. Corporate name *
- 3.26. Registered name; application; renewal; revocation
- 3.27. Registered office and registered agent

- 3.28. Change of registered office or registered agent;
resignation of registered agent
- 3.29. Registered agent; duties; confidentiality of investigation
records
- 3.30. Service of process, notice, or demand on a corporation *
- 3.31. Payment of dividends and distribution of income to
members prohibited; issuance of certificates of
membership; effect of stock issued under prior law *
- 3.32. Members, generally *
- 3.33. Liability of members *
- 3.34. Meetings of members, generally; failure to hold annual
meeting; special meeting; consent to corporate actions
without meetings; waiver of notice of meetings *
- 3.35. Voting by members *
- 3.36. Quorum *
- 3.37. Requirement for and duties of board of directors *
- 3.38. Qualifications of directors *
- 3.39. Number of directors *
- 3.40. Staggered terms for directors *
- 3.41. Resignation of directors *
- 3.42. Removal of directors *
- 3.43. Vacancy on board *

- 3.44. Compensation of directors *
- 3.45. Meetings *
- 3.46. Action by directors without a meeting *
- 3.47. Notice of meetings *
- 3.48. Waiver of notice *
- 3.49. Quorum and voting *
- 3.50. Committees *
- 3.51. General standards for directors *
- 3.52. Indemnification and liability of officers, directors, employees, and agents *
- 3.53. Director conflicts of interest *
- 3.54. Loans to directors or officers *
- 3.55. Officers and directors of certain corporations and associations not for profit; immunity from civil liability *
- 3.56. Prohibited activities by private foundations
- 3.57. Required officers
- 3.58. Duties of officers
- 3.59. Resignation and removal of officers
- 3.60. Contract rights of officers *
- 3.61. Reincorporation
- 3.62. Authority to amend the articles of incorporation *
- 3.63. Procedure for amending articles of incorporation *

- 3.64. Contents of articles of amendment
- 3.65. Restated articles of incorporation
- 3.66. Amendment pursuant to reorganization
- 3.67. Effect of amendment
- 3.68. Plan of merger *
- 3.69. Approval of plan of merger; abandonment of plan thereafter
- 3.70. Articles of merger
- 3.71. Effect of merger *
- 3.72. Merger of domestic and foreign corporations *
- 3.73. Merger of domestic corporation and other business entities *
- 3.74. Secured transactions and other dispositions of corporate property and assets not requiring member approval
- 3.75. Sale, lease, exchange, or other disposition of corporate property and assets requiring member approval *
- 3.76. Voluntary dissolution of corporation prior to conducting its affairs
- 3.77. Dissolution of corporation
- 3.78. Articles of dissolution
- 3.79. Revocation of dissolution
- 3.80. Effect of dissolution

- 3.81. Plan of distribution of assets *
- 3.82. Grounds for administrative dissolution
- 3.83. Procedure for and effect of administrative dissolution
- 3.84. Reinstatement following administrative dissolution
- 3.85. Appeal from denial of reinstatement
- 3.86. Grounds for judicial dissolution *
- 3.87. Procedure for judicial dissolution *
- 3.88. Receivership or custodianship *
- 3.89. Judgment of dissolution *
- 3.90. Deposit with Department of Financial Services
- 3.91. Authority of foreign corporation to conduct affairs
required
- 3.92. Consequences of conducting affairs without authority *
- 3.93. Application for certificate of authority
- 3.94. Amended certificate of authority
- 3.95. Effect of certificate of authority
- 3.96. Corporate name of foreign corporation
- 3.97. Registered office and registered agent of foreign
corporation
- 3.98. Change of registered office and registered agent of
foreign corporation
- 3.99. Resignation of registered agent of foreign corporation

- 3.100. Service of process, notice, or demand on a foreign corporation
- 3.101. Withdrawal of foreign corporation
- 3.102. Grounds for revocation of authority to conduct affairs
- 3.103. Procedure for and effect of revocation
- 3.104. Appeal from revocation
- 3.105. Reinstatement following revocation
- 3.106. Corporate records *
- 3.107. Inspection of records by members *
- 3.108. Scope of inspection right *
- 3.109. Court-ordered inspection *
- 3.110. Financial reports for members *
- 3.111. Annual report for Department of State *
- 3.112. Corporate information available to the public; application to corporations incorporated by circuit courts and by special act of the Legislature
- 3.113. Application to existing domestic corporation
- 3.114. Application to qualified foreign corporations
- 3.115. Application to foreign and interstate commerce
- 3.116. Domestication of foreign not-for-profit corporations
- 3.117. Corporations for profit; when may become corporations not for profit *

- 3.118. Conversion to corporation not for profit; petition *
- 3.119. Conversion to corporation not for profit; authority of circuit judge
- 3.120. Application of act to corporation converted to corporation not for profit *
- 3.121. Estoppel
- 3.122. Effect of repeal of prior acts
- 3.123. Applicability of Florida Business Corporation Act
- 3.124. Corporations which may be incorporated hereunder; incorporation of certain medical services corporations
- 3.125. Corporation not for profit organized pursuant to s.2, ch.87-296; requirements
- 3.126. Proceedings to revoke articles of incorporation or charter or prevent its use
- 3.127. Extinct churches and religious societies; property
- 3.128. Extinct churches and religious societies; dissolution
- 3.129. Incorporation of labor unions or bodies
- 3.130. Sponge packing and marketing corporations
- 3.131. Corporation authorized to act as trustee
- 3.132. Fines and penalties against members
- 3.133. Exemptions for certain corporations *

4. Florida Revised Uniform Limited Partnership Act of 2005
 - 4.1. Definitions *
 - 4.2. Knowledge and notice *
 - 4.3. Nature, purpose, and duration of entity *
 - 4.4. Powers *
 - 4.5. Governing law *
 - 4.6. Supplemental principles of law; rate of interest *
 - 4.7. Name*
 - 4.8. Department of State; fees
 - 4.9. Effect of partnership agreement; non-waivable provisions *
 - 4.10. Required information *
 - 4.11. Business transactions of partner with partnership *
 - 4.12. Dual capacity *
 - 4.13. Designated office, registered office, and registered agent *
 - 4.14. Change of registered agent or registered office
 - 4.15. Resignation of registered agent
 - 4.16. Service of process
 - 4.17. Consent and proxies of partners *
 - 4.18. Formation of limited partnership; certificate of limited partnership *
 - 4.19. Amendment or restatement of certificate
 - 4.20. Certificate of dissolution; statement of termination

- 4.21. Signing of records
- 4.22. Signing and filing pursuant to judicial order
- 4.23. Delivery to and filing of records by Department of State;
effective time and date
- 4.24. Correcting filed record
- 4.25. Liability for false information in filed record
- 4.26. Certificate of status
- 4.27. Annual report for Department of State
- 4.28. Becoming limited partner *
- 4.29. No right or power as limited partner to bind limited
partnership; certain approval rights *
- 4.30. No liability as limited partner for limited partnership obligations
*
- 4.31. Right of limited partner and former limited partner to
information *
- 4.32. Limited duties of limited partners *
- 4.33. Becoming general partner *
- 4.34. General partner agent of limited partnership *
- 4.35. Limited partnership liable for general partner's actionable
conduct *
- 4.36. General partner's liability *
- 4.37. Actions by and against partnership and partners *

- 4.38. Management rights of general partner; approval rights of other partners *
- 4.39. Right of general partner and former general partner to information *
- 4.40. General standards of conduct for general partner *
- 4.41. Form of contribution *
- 4.42. Liability for contribution *
- 4.43. Sharing of profits, losses, and distributions *
- 4.44. Interim distributions *
- 4.45. No distribution on account of dissociation *
- 4.46. Distribution in kind *
- 4.47. Right to distribution *
- 4.48. Limitations on distribution *
- 4.49. Liability for improper distributions *
- 4.50. Dissociation as limited partner *
- 4.51. Effect of dissociation as limited partner *
- 4.52. Dissociation as general partner *
- 4.53. Person's power to dissociate as general partner; wrongful dissociation *
- 4.54. Effect of dissociation as general partner *

- 4.55. Power to bind and liability to limited partnership before dissolution of partnership of person dissociated as general partner
- 4.56. Liability to other persons of person dissociated as general partner
- 4.57. Partner's transferable interest; certificates *
- 4.58. Transfer of partner's transferable interest *
- 4.59. Rights of creditor of partner or transferee *
- 4.60. Power of estate of deceased partner
- 4.61. Non-judicial dissolution *
- 4.62. Judicial dissolution *
- 4.63. Winding up *
- 4.64. Power of general partner and person dissociated as general partner to bind partnership after dissolution *
- 4.65. Liability after dissolution of general partner and person dissociated as general partner to limited partnership, other general partners, and persons dissociated as general partner *
- 4.66. Known claims against dissolved limited partnership *
- 4.67. Unknown claims against dissolved limited partnership *
- 4.68. Liability of general partner and person dissociated as general partner when claim against limited partnership barred

- 4.69. Administrative dissolution
- 4.70. Reinstatement following administrative dissolution
- 4.71. Appeal from denial of reinstatement
- 4.72. Revocation and dissolution
- 4.73. Disposition of assets; when contributions required
- 4.74. Governing law regarding foreign limited partnerships
- 4.75. Application for certificate of authority
- 4.76. Activities not constituting transacting business
- 4.77. Filing of certificate of authority
- 4.78. Non-complying name of foreign limited partnership
- 4.79. Revocation of certificate of authority
- 4.80. Cancellation of certificate of authority; effect of failure to have certificate
- 4.81. Action by Attorney General
- 4.82. Reinstatement following administrative revocation
- 4.83. Amending certificate of authority
- 4.84. Direct action by partner
- 4.85. Derivative action *
- 4.86. Proper plaintiff *
- 4.87. Pleading
- 4.88. Proceeds and expenses
- 4.89. Definitions *

- 4.90. Conversion *
- 4.91. Action on plan of conversion by converting limited partnership
*
- 4.92. Filings required for conversion; effective date
- 4.93. Effect of conversion *
- 4.94. Merger *
- 4.95. Action on plan of merger by constituent limited partnership
- 4.96. Filings required for merger; effective date
- 4.97. Effect of merger *
- 4.98. Restrictions on approval of conversions and mergers and on
relinquishing limited liability limited partnership status *
- 4.99. Liability of general partner after conversion or merger
- 4.100. Power of general partners and persons dissociated as
general partners to bind organization after conversion or
merger
- 4.101. Appraisal rights; definitions *
- 4.102. Right of limited partners to appraisal *
- 4.103. Assertion of rights by nominees and beneficial owners
- 4.104. Notice of appraisal rights
- 4.105. Notice of intent to demand payment
- 4.106. Appraisal notice and form
- 4.107. Perfection of rights; right to withdraw

- 4.108. Limited partner's acceptance of limited partnership's offer
- 4.109. Procedure if limited partner is dissatisfied with offer
- 4.110. Court action *
- 4.111. Court costs and counsel fees
- 4.112. Limitation on limited partnership payment
- 4.113. Application of other laws to provisions governing conversions and mergers
- 4.114. Uniformity of application and construction
- 4.115. Severability clause
- 4.116. Relation to Electronic Signatures in Global and National Commerce Act
- 4.117. Application to existing relationships
- 4.118. Savings clause
- 5. Revised Uniform Partnership Act
 - 5.1. Uniformity of application and construction
 - 5.2. Definitions *
 - 5.3. Knowledge and notice *
 - 5.4. Effect of partnership agreement; non-waivable provisions *
 - 5.5. Supplemental principles of law *
 - 5.6. Execution, filing, and recording of partnership registration and other statements

- 5.7. Fees for filing documents and issuing certificates;
powers of the Department of State
- 5.8. Governing law
- 5.9. Partnership subject to amendment or repeal of act
- 5.10. Partnership as entity *
- 5.11. Formation of partnership *
- 5.12. Partnership property *
- 5.13. When property is partnership property *
- 5.14. Partner agent of partnership *
- 5.15. Transfer of partnership property *
- 5.16. Statement of partnership authority *
- 5.17. Statement of denial *
- 5.18. Partnership liable for partner's actionable conduct *
- 5.19. Partner's liability *
- 5.20. Actions by and against partnership and partners *
- 5.21. Liability of purported partner *
- 5.22. Partner's rights and duties *
- 5.23. Distributions in kind *
- 5.24. Partner's rights and duties with respect to information *
- 5.25. General standards of partner's conduct *
- 5.26. Actions by partnership and partners *

- 5.27. Continuation of partnership beyond definite term or particular undertaking
- 5.28. Partner not co-owner of partnership property *
- 5.29. Partner's transferable interest in partnership *
- 5.30. Transfer of partner's transferable interest *
- 5.31. Partner's transferable interest subject to charging order *
- 5.32. Events causing partner's dissociation *
- 5.33. Partner's power to dissociate; wrongful dissociation *
- 5.34. Effect of partner's dissociation *
- 5.35. Purchase of dissociated partner's interest *
- 5.36. Dissociated partner's power to bind and liability to partnership
- 5.37. Dissociated partner's liability to other persons
- 5.38. Statement of dissociation *
- 5.39. Continued use of partnership name
- 5.40. Events causing dissolution and winding up of partnership business *
- 5.41. Partnership continues after dissolution *
- 5.42. Right to wind up partnership business *
- 5.43. Partner's power to bind partnership after dissolution
- 5.44. Statement of dissolution

- 5.45. Partner's liability to other partners after dissolution
- 5.46. Settlement of accounts and contributions among partners *
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